

KING & SPALDING LLP
1185 Avenue of the Americas
New York, New York 10036-2601
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Scott Davidson

Special Counsel to the Debtors and Debtors in Possessions

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

PURDUE PHARMA L.P., et al.,¹

Debtors.

Chapter 11

Case No. 19-23649 (SHL)

(Jointly Administered)

**THIRTY-NINTH MONTHLY FEE STATEMENT OF KING &
SPALDING LLP FOR COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES INCURRED AS SPECIAL COUNSEL TO THE
DEBTORS AND DEBTORS IN POSSESSION FOR THE PERIOD FROM
NOVEMBER 1, 2022 THROUGH NOVEMBER 30, 2022**

Name of Applicant	King & Spalding LLP
Applicant's Role in Case	Special Counsel to Purdue Pharma L.P., et al.
Date Order of Employment Signed	November 25, 2019 [Docket No. 543] August 18, 2021 [Docket No. 3596]
Period for Which Compensation and Reimbursement is Sought	November 1, 2022 through November 30, 2022

¹ The Debtors in these cases, along with the last four digits of each Debtor's registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF L.P. (0495), SVC Pharma L.P. (5717) and SVC Pharma Inc. (4014). The Debtors' corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

Summary of Total Fees and Expenses Requested	
Total Compensation Requested in this Statement	\$20,547.51 (80% of \$25,684.39)
Total Reimbursement Requested in this Statement	\$0.00
Total Compensation and Reimbursement Requested in this Statement	\$20,547.51
This is a(n): <input checked="" type="checkbox"/> Monthly Application <input type="checkbox"/> Interim Application <input type="checkbox"/> Final Application	

Pursuant to sections 327, 330, and 331 of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), Rule 2016-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York (the “**Local Rules**”), the *Order Authorizing the Retention and Employment of King & Spalding LLP as Special Counsel for the Debtors Nunc Pro Tunc to the Petition Date*, dated November 25, 2019 [Docket No. 543] (the “**Initial Retention Order**”), the *Order Authorizing Application of Debtors for Authority to Supplement Retention and Employment of King & Spalding LLP as Special Counsel to the Debtors Nunc Pro Tunc To July 7, 2021*, dated August 18, 2021 [Docket No. 3596] (the “**Supplemental Retention Order**,” and with the Initial Retention Order, the “**Retention Orders**”) and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals*, dated November 21, 2019 [Docket No. 529] (the “**Interim Compensation Order**”), King & Spalding LLP (“**K&S**”), special counsel to the above-captioned debtors and

debtors in possession (collectively, the “**Debtors**”), submits this *Monthly Statement of Services Rendered and Expenses Incurred for the Period from November 1, 2022 Through November 30, 2022* (this “**Fee Statement**”).² By this Fee Statement, and after taking into account certain voluntary discounts and reductions,³ K&S seeks (i) compensation in the amount of \$20,547.51, which is equal to 80% of the total amount of reasonable compensation for actual, necessary legal services that K&S incurred in connection with such services during the Fee Period (*i.e.*, \$25,684.39) and (ii) payment of \$0.00, for the actual, necessary expenses that K&S incurred in connection with such services during the Fee Period.

Itemization of Services Rendered and Disbursements Incurred

1. Attached hereto as **Exhibit A** is a chart of the number of hours expended and fees incurred (on an aggregate basis) by K&S partners, counsel, associates, discovery counsel, privilege review attorneys, and paraprofessionals during the Fee Period with respect to each of the project categories K&S established in accordance with its internal billing procedures. As reflected in **Exhibit A**, K&S incurred \$25,684.39 in fees during the Fee Period. Pursuant to this Fee Statement, K&S seeks reimbursement for 80% of such fees, totaling \$20,547.51.

2. Attached hereto as **Exhibit B** is a chart of K&S professionals and paraprofessionals, including the standard hourly rate for each attorney and paraprofessional who rendered services to the Debtors in connection with these chapter 11 cases during the Fee Period and the title, hourly rate, aggregate hours worked and the amount of fees earned by each professional. The blended

² The period from November 1, 2022 through and including November 30, 2022 is referred to herein as the “**Fee Period**.”

³ K&S agreed as a courtesy to the Debtors to bill at approximately 90% of its hourly rates in effect when the services are rendered. Additionally, K&S agreed to offer additional discounts, including on a sliding scale on fees exceeding certain amounts.

hourly billing rate of attorneys for all services provided during the Fee Period is \$820.59.⁴ The blended hourly billing rate of all paraprofessionals is \$0.00.⁵

3. Attached hereto as **Exhibit C** is a chart of expenses that K&S incurred or disbursed in the amount of \$0.00 in connection with providing professional services to the Debtors during the Fee Period.

4. Attached hereto as **Exhibit D** are the time records of K&S for the Fee Period organized by project category with a daily time log describing the time spent by each attorney and other professional during the Fee Period as well as an itemization of expenses.

Notice

5. K&S will provide notice of this Fee Statement in accordance with the Interim Compensation Order. K&S submits that no other or further notice be given.

WHEREFORE, K&S, in connection with services rendered on behalf of the Debtors during the Fee Period, respectfully requests (i) compensation in the amount of \$20,547.51, which is equal to 80% of the total amount of reasonable compensation for actual, necessary legal services that K&S incurred in connection with such services during the Fee Period (*i.e.*, \$25,684.39) and (ii) payment of \$0.00 for the actual, necessary expenses that K&S incurred in connection with such services during the Fee Period.

⁴ The blended hourly rate of \$820.59 for attorneys is derived by dividing the total fees for attorneys of \$25,684.39 by the total hours of 31.3.

⁵ No paraprofessional time was incurred during the Fee Period.

Dated: December 6, 2022
New York, New York

KING & SPALDING LLP

/s/ Scott Davidson

Scott Davidson
1185 Avenue of the Americas
New York, New York 10036-2601
Telephone: (212) 556-2100
Facsimile: (212) 556-2222

*Special Counsel to the Debtors and Debtors in
Possession*

Exhibit A

Fees by Project Category⁶

⁶ The total fees listed in Exhibit A do not reflect additional discounts, as applicable, agreed to with the Debtors.

Project Category	Total Hours	Total Fees
Analysis/Strategy	7.8	\$8,538.25
Document/File Management	1.0	\$540.00
Document Production (Defense)	10.8	\$3,300.00
Retention and Fee Applications	11.7	\$15,970.50
TOTALS	31.3	\$28,348.75

Exhibit B

Professional & Paraprofessional Fees⁷

⁷ The hourly billing rate and total compensation listed in Exhibit B for each timekeeper do not reflect additional discounts, as applicable, agreed to with the Debtors.

Name of Professional Individual	Position, Year Assumed Position, Prior Relevant Experience, years of Obtaining Relevant License to Practice	Hourly Billing Rate	Total Hours Billed	Total Compensation
Partners				
Jeffrey Bucholtz	Partner; joined K&S 2009; admitted to Virginia 1995, Washington, D.C. 1996	\$1,295.00	6.4	\$8,288.00
Rose Jones	Partner; joined K&S 2003; admitted to Georgia 2002	\$540.00	1.0	\$540.00
John Shakow	Partner; joined K&S 1997; admitted to Virginia 1997; Washington, D.C. 1998	\$1,255.00	1.4	\$1,757.00
Counsel				
Scott Davidson	Counsel; joined K&S 2009; admitted to New York 1996	\$1,365.00	11.7	\$15,970.50
Discovery Counsel				
Kassi Burns	Discovery counsel; joined K&S 2021; admitted to Arkansas 2006	\$375.00	4.8	\$1,800.00
Privilege Review Attorneys				
Shannon Ziliak	Privilege review attorney; joined K&S 2006; admitted to Georgia 2005	\$250.00	6.0	\$1,500.00

Exhibit C

Summary of Actual and Necessary Expenses

Expense Category	Total Expenses
TOTAL	\$0.00

Exhibit D

Detailed Time Records and Expenses

KING & SPALDING

FEDERAL I.D. 58-0520153

Remit To:
King & Spalding LLP
P.O. Box 116133
Atlanta, GA 30368-6133

By Wire: Truist Bank (formerly SunTrust Bank)
ABA: 061 000 104
SWIFT: SNTRUS3A
USD Account: 88003 12475
Account Name: King & Spalding

Purdue Pharma LP
Sent Electronically

Invoice No. 10578549
Invoice Date 12/06/22
Client No. 08714
Matter No. 158001

RE: DOJ Opioid Marketing Investigations
Client Matter Reference: 20190002327

For questions, contact:
Jeffrey Bucholtz (202) 626-2907

For Professional Services Rendered through 11/30/22:

Fees	\$	10,045.00
Less Courtesy Fee Discount (15.0%)		-1,506.75
Total this Invoice	\$	8,538.25

Payment is Due Upon Receipt

08714 Purdue Pharma LP
158001 DOJ Opioid Marketing Investigations
12/06/22

Invoice No. 10578549
Page 2

PROFESSIONAL SERVICES

Date	Timekeeper	Task	Activity	Description	Hours
11/01/22	J Bucholtz	L120	A106	Confer with M. Kesselman, P. Fitzgerald, S. Birnbaum, team regarding DOJ and bankruptcy issues	0.8
11/02/22	J Bucholtz	L120	A106	Confer with M. Kesselman, J. Adams, P. Fitzgerald, J. Bragg, M. Florence, B. Ridgway regarding DOJ issues (1.2); review materials regarding same (0.3); confer with M. Kesselman, S. Birnbaum, H. Coleman regarding litigation and bankruptcy issues (0.2)	1.7
11/03/22	J Bucholtz	L120	A106	Confer with M. Kesselman, H. Coleman, P. Fitzgerald, team regarding bankruptcy and DOJ issues	0.3
11/08/22	J Bucholtz	L120	A106	Confer with M. Kesselman regarding DOJ issues	0.3
11/10/22	J Bucholtz	L120	A106	Confer with M. Kesselman regarding DOJ and bankruptcy issues	0.5
11/14/22	J Bucholtz	L120	A106	Confer with M. Kesselman, P. Fitzgerald, J. Bragg, team regarding DOJ issues (1.1), review materials regarding same (0.5)	1.6
11/15/22	J Bucholtz	L120	A106	Confer with M. Kesselman, P. Fitzgerald, team regarding DOJ issues	0.3
11/16/22	J Bucholtz	L120	A106	Confer with M. Kesselman, P. Fitzgerald, team regarding DOJ issues	0.3
11/18/22	J Shakow	L120	A106	Confer with C. Ostrowski, team regarding bankruptcy and regulatory issues	1.0
11/21/22	J Shakow	L120	A106	Confer with client regrading bankruptcy and regulatory issues	0.4
11/23/22	J Bucholtz	L120	A106	Confer with M. Kesselman, D. Gentin Stock, team regarding bankruptcy and DOJ issues	0.2
11/28/22	J Bucholtz	L120	A105	Confer with P. Fitzgerald and team regarding DOJ issues	0.2
11/29/22	J Bucholtz	L120	A107	Confer with P. Fitzgerald, team regarding DOJ issues	0.2
					<hr/> 7.8

08714 Purdue Pharma LP
158001 DOJ Opioid Marketing Investigations
12/06/22

Invoice No. 10578549
Page 3

TIMEKEEPER SUMMARY

Timekeeper	Status	Hours	Rate	Value
Jeffrey Bucholtz	Partner	6.4	1295.00	8,288.00
John Shakow	Partner	1.4	1255.00	1,757.00
Total		<u>7.8</u>		<u>\$10,045.00</u>

08714 Purdue Pharma LP
158001 DOJ Opioid Marketing Investigations
12/06/22

Invoice No. 10578549

Page 4

Task Summary - Fees

Task		Hours	Value
L120	Analysis/Strategy	7.8	8,538.25
	Total Fees	<u>7.8</u>	<u>8,538.25</u>

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Purdue Pharma LP
Sent Electronically

Invoice No. 10578559
Invoice Date 12/06/22
Client No. 08714
Matter No. 240001

RE: Retention And Fee Application
Client Matter Reference: 20190002705

For questions, contact:
Jeffrey Bucholtz (202) 626-2907

For Professional Services Rendered through 11/30/22:

Fees	\$	15,970.50
Less Courtesy Fee Discount (15.0%)		-2,395.57
Total this Invoice	\$	13,574.93

Payment is Due Upon Receipt

08714 Purdue Pharma LP
240001 Retention And Fee Application
12/06/22

Invoice No. 10578559
Page 2

PROFESSIONAL SERVICES

Date	Timekeeper	Task	Activity	Description	Hours
11/07/22	S Davidson	L120	A104	Review fee examiner's report (.4); review certain materials in connection with same (.4); detailed e-mail to J. Bucholtz, R. Jones and M. Jensen regarding report and recommendation (.6); e-mails with R. Jones and J. Bucholtz regarding same (.3)	1.7
11/08/22	S Davidson	L120	A104	E-mails with R. Jones and M. Douglas regarding issues raised by fee examiner (.6); begin to draft response to fee examiner report, including the review of certain materials (.9)	1.5
11/09/22	S Davidson	L120	A104	E-mails with R. Jones, J. Bucholtz and M. Jensen regarding issues raised by fee examiner (.6); continue drafting response to fee examiner report (.4); review and revise response, finalize and circulate to Fee Examiner (.6)	1.6
11/10/22	S Davidson	L120	A104	E-mails with the Fee Examiner regarding resolution of interim report (.2); e-mails with R. Jones, J. Bucholtz and M. Jensen regarding same (.3)	0.5
11/14/22	S Davidson	L120	A107	E-mails with Davis Polk regarding Fee Hearing	0.3
11/15/22	S Davidson	L120	A107	E-mails with Davis Polk regarding logistics of Fee Hearing (.3); review draft Fee Order and e-mail regarding same (.2); review agenda for Fee Hearing (.2)	0.7
11/16/22	S Davidson	L120	A104	Prepare for fee hearing, including the review of interim fee application and certain other materials (1.1); attend fee hearing (.9); e-mail summary of fee hearing to J. Bucholtz and R. Jones (.3)	2.3
11/23/22	S Davidson	L120	A104	Review as entered fee order and e-mails regarding same	0.4
11/28/22	S Davidson	L120	A103	Prepare monthly fee statement for October (1.8); coordinate filing and service of monthly fee statement (.4); e-mails with team regarding monthly fee statement (.2); e-mails regarding LEDES data (.2); circulate LEDES data to Fee Examiner (.1).	2.7

08714 Purdue Pharma LP
240001 Retention And Fee Application
12/06/22

Invoice No. 10578559
Page 3

TIMEKEEPER SUMMARY

Timekeeper	Status	Hours	Rate	Value
Scott Davidson	Counsel	11.7	1365.00	15,970.50
Total		<u>11.7</u>		<u>\$15,970.50</u>

08714 Purdue Pharma LP
240001 Retention And Fee Application
12/06/22

Invoice No. 10578559

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Task Summary - Fees

Task		Hours	Value
L120	Analysis/Strategy	11.7	13,574.93
	Total Fees	<u>11.7</u>	<u>13,574.93</u>

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Purdue Pharma, LP (Document Matters)
Sent Electronically

Invoice No. 10578529
Invoice Date 12/06/22
Client No. 44444
Matter No. 795002

RE: Bankruptcy Insurance Matter
Client Matter Reference: 20210003073

For questions, contact:
Rose Jones +1 404 215 5828

For Professional Services Rendered through 11/30/22:

Fees	\$	1,837.50
Less Tiered Discount		-128.62
Total this Invoice	\$	1,708.88

Payment is Due Upon Receipt

44444 Purdue Pharma, LP (Document Matters)
795002 Bankruptcy Insurance Matter
12/06/22

Invoice No. 10578529
Page 2

PROFESSIONAL SERVICES

Date	Timekeeper	Task	Activity	Description	Hours
11/11/22	K Burns	L320	A104	Coordinate document review and production workflows in response to ongoing case team and discovery requests	0.2
11/11/22	S Ziliak	L320	A104	Coordinate document review and production workflows in response to ongoing case team and discovery requests	0.8
11/14/22	K Burns	L320	A104	Coordinate document review and production workflows in response to ongoing case team and discovery requests	0.3
11/14/22	S Ziliak	L320	A104	Coordinate document review and production workflows in response to ongoing case team and discovery requests	3.1
11/15/22	K Burns	L320	A104	Coordinate document review and production workflows in response to ongoing case team and discovery requests	0.2
11/16/22	K Burns	L320	A104	Coordinate document review and production workflows in response to ongoing case team and discovery requests	0.3
11/18/22	K Burns	L320	A104	Coordinate document review and production workflows in response to ongoing case team and discovery requests	0.3
11/21/22	K Burns	L320	A104	Coordinate document review and production workflows in response to ongoing case team and discovery requests	0.4
11/23/22	K Burns	L320	A104	Coordinate document review and production workflows in response to ongoing case team and discovery requests	0.3
11/28/22	K Burns	L320	A104	Coordinate document review and production workflows in response to ongoing case team and discovery requests	0.3
					<hr/> 6.2

44444 Purdue Pharma, LP (Document Matters)

Invoice No. 10578529

795002 Bankruptcy Insurance Matter

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12/06/22

TIMEKEEPER SUMMARY

Timekeeper	Status	Hours	Rate	Value
Kassi Burns	Discovery Counsel	2.3	375.00	862.50
Shannon Ziliak	Privilege Review Attorney	3.9	250.00	975.00
Total		<u>6.2</u>		<u>1,837.50</u>

44444 Purdue Pharma, LP (Document Matters)

Invoice No. 10578529

795002 Bankruptcy Insurance Matter

Page 4

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Task Summary - Fees

Task		Hours	Value
L320	Document Production (Defense)	6.2	1,837.50
	Total Fees	<u>6.2</u>	<u>1,837.50</u>

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Account Name: King & Spalding

Purdue Pharma, LP (Document Matters)
Sent Electronically

Invoice No. 10578531
Invoice Date 12/06/22
Client No. 44444
Matter No. 795001

RE: 3rd Party Subpoena Response-Document/Discovery Services
Client Matter Reference: 20210003182

For questions, contact:
Rose Jones +1 404 215 5828

For Professional Services Rendered through 11/30/22:

Fees	\$	2,002.50
Less Tiered Discount		-140.17
Total this Invoice	\$	1,862.33

Payment is Due Upon Receipt

44444 Purdue Pharma, LP (Document Matters)
795001 3rd Party Subpoena Response-Document/Discovery
Services
12/06/22

Invoice No. 10578531
Page 2

PROFESSIONAL SERVICES

Date	Timekeeper	Task	Activity	Description	Hours
11/04/22	S Ziliak	L320	A104	Coordinate document review and production workflows in response to ongoing case team and discovery requests	0.3
11/07/22	K Burns	L320	A104	Coordinate document review and production workflows in response to ongoing case team and discovery requests	0.4
11/09/22	S Ziliak	L320	A104	Coordinate document review and production workflows in response to ongoing case team and discovery requests	0.3
11/11/22	K Burns	L320	A104	Coordinate document review and production workflows in response to ongoing case team and discovery requests	0.2
11/14/22	K Burns	L320	A104	Coordinate document review and production workflows in response to ongoing case team and discovery requests	0.4
11/14/22	S Ziliak	L320	A104	Coordinate document review and production workflows in response to ongoing case team and discovery requests	0.2
11/15/22	K Burns	L320	A104	Coordinate document review and production workflows in response to ongoing case team and discovery requests	0.1
11/16/22	K Burns	L320	A104	Coordinate document review and production workflows in response to ongoing case team and discovery requests	0.2
11/16/22	S Ziliak	L320	A104	Coordinate document review and production workflows in response to ongoing case team and discovery requests	0.2
11/18/22	K Burns	L320	A104	Coordinate document review and production workflows in response to ongoing case team and discovery requests	0.3
11/18/22	S Ziliak	L320	A104	Coordinate document review and production workflows in response to ongoing case team and discovery	0.2

44444 Purdue Pharma, LP (Document Matters)
795001 3rd Party Subpoena Response-Document/Discovery
Services
12/06/22

Invoice No. 10578531
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Date	Timekeeper	Task	Activity	Description	Hours
11/21/22	K Burns	L320	A104	requests Coordinate document review and production workflows in response to ongoing case team and discovery requests	0.3
11/21/22	S Ziliak	L320	A104	Coordinate document review and production workflows in response to ongoing case team and discovery requests	0.2
11/23/22	K Burns	L320	A104	Coordinate document review and production workflows in response to ongoing case team and discovery requests	0.3
11/28/22	K Burns	L320	A104	Coordinate document review and production workflows in response to ongoing case team and discovery requests	0.3
11/28/22	R Jones	L140	A110	Advise and counsel the client on production workflows in response to ongoing case team and discovery requests	0.6
11/28/22	S Ziliak	L320	A104	Coordinate document review and production workflows in response to ongoing case team and discovery requests	0.3
11/30/22	R Jones	L140	A110	Advise and counsel the client on production workflows in response to ongoing case team and discovery requests	0.4
11/30/22	S Ziliak	L320	A104	Coordinate document review and production workflows in response to ongoing case team and discovery requests	0.4
					<hr/> 5.6

TIMEKEEPER SUMMARY

Timekeeper	Status	Hours	Rate	Value
Rose Jones	Partner	1.0	540.00	540.00
Kassi Burns	Discovery Counsel	2.5	375.00	937.50
Shannon Ziliak	Privilege Review Attorney	2.1	250.00	525.00
Total		<hr/> 5.6		<hr/> 2,002.50

44444 Purdue Pharma, LP (Document Matters)
795001 3rd Party Subpoena Response-Document/Discovery
Services
12/06/22

Invoice No. 10578531

Page 4

Task Summary - Fees

Task		Hours	Value
L140	Document/File Management	1.0	540.00
L320	Document Production (Defense)	4.6	1,462.50
	Total Fees	<hr/> 5.6	<hr/> 2,002.50